



PATENT
5957-72402

THE UNITED STATES PATENT AND TRADEMARK OFFICE

Patent No.:
Issued:
Application No.: 10/667,401
Filed: September 23, 2003
Inventor:
Gerald Altman
Title: SYSTEMS, PROCESSES,
AND PRODUCTS FOR
STORAGE AND RETRIEVAL
OF PHYSICAL PAPER
DOCUMENTS, ELECTRO-
OPTICALLY GENERATED
ELECTRONIC DOCUMENTS,
AND COMPUTER
GENERATED ELECTRONIC
DOCUMENTS

Atty. Dkt. No: 5957-72402

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450, on the date indicated below.

B. Noël Kivlin

Printed Name

Signature

—22-00

**TRANSMITTAL OF POWER OF ATTORNEY AND
NOTICE OF CHANGE OF ADDRESS**

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Please find attached a Power of Attorney with regard to the above-identified patent application. Applicant respectfully requests the Commissioner to change the correspondence address for the above-identified patent application. The old correspondence address was:

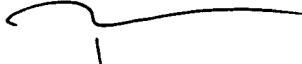
Morse, Altman & Martin
6 Beacon Street, Suite 600
Boston MA 02108
UNITED STATES (US)

The new correspondence address is:

B. Noël Kivlin
Meyertons, Hood, Kivlin, Kowert & Goetzel, P.C.
P.O. Box 398
Austin, Texas 78767-0398
(512) 853-8840
Customer ID #35690

If there are any questions regarding this matter, please contact me at the telephone number provided below.

Respectfully submitted,


B. Noël Kivlin
Reg. No. 33,929
ATTORNEY FOR APPLICANTS

Meyertons, Hood, Kivlin, Kowert & Goetzel, P.C.
P.O. Box 398
Austin, TX 78767-0398
(512) 853-8800
Date: 6-22-06



POWER OF ATTORNEY

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

New Grounds LLC, a Nevada corporation having a place of business at 2215-B Renaissance Drive, Suite 5, Las Vegas, NV 89119, certifies that to the best of assignee's knowledge and belief it is the assignee of the entire right, title, and interest in and to the above-referenced patent and represents that the undersigned is a representative authorized and empowered to sign on behalf of the assignee.

Assignee has reviewed the assignment documents that evidence the placement of title in the assignee, true and correct copies of which are attached hereto, and understands and believes that these assignment documents have been submitted for recordation in the U.S. Patent and Trademark Office.

Pursuant to 37 C.F.R. §§1.36 and 3.71, the assignee hereby revokes all powers of attorney previously given and appoints the following attorneys and/or agents in connection with the patent applications and patents identified in Appendix A, that are filed with the United States Patent and Trademark Office:

the practitioners at Customer Number 35690, and

| | | | |
|---------------------|-----------------|--------------------|-----------------|
| Mark K. Brightwell | Reg. No. 47,446 | Mario J. Lewin | Reg. No. 54,268 |
| Kay A. Colapret | Reg. No. 52,759 | Lawrence J. Merkel | Reg. No. 41,191 |
| Stephen J. Curran | Reg. No. 50,664 | Eric B. Meyertons | Reg. No. 34,876 |
| Mark R. DeLuca | Reg. No. 44,649 | Dean M. Munyon | Reg. No. 42,914 |
| Heather L. Flanagan | Reg. No. 54,101 | Neal E. Persky | Reg. No. 53,452 |
| Russell Henrichs | Reg. No. 50,354 | Liza Philip | Reg. No. 51,352 |
| Erik A. Heter | Reg. No. 50,652 | David W. Quimby | Reg. No. 39,338 |
| Jeffrey C. Hood | Reg. No. 35,198 | Rory D. Rankin | Reg. No. 47,884 |
| Rajiv Jauhari | Reg. No. 55,850 | Gareth Sampson | Reg. No. 52,191 |
| B. Noël Kivlin | Reg. No. 33,929 | Chris Thompson | Reg. No. 43,188 |
| Robert C. Kowert | Reg. No. 39,255 | Mark S. Williams | Reg. No. 50,658 |

each of said attorneys or agents being a member or an associate of the firm of Meyertons, Hood, Kivlin, Kowert & Goetzl, P.C., as its attorney or agent for so long as they remain with such firm, with full power of substitution and revocation, to prosecute the application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive any Letters Patent, and for one year after issuance of such Letters Patent to file any request for a certificate of correction that may be deemed appropriate.

Pursuant to 37 C.F.R. §3.71, the assignee hereby states that prosecution of the above-referenced patent application is to be conducted to the exclusion of the inventor(s).

Send all future correspondence to:

B. Noël Kivlin
Meyertons, Hood, Kivlin, Kowert & Goetzel, P.C.
P.O. Box 398
Austin, Texas 78767-0398
(512) 853-8800

Assignee of Interest

New Grounds LLC

Dated: 5/12/06

By: B. Noël Kivlin
Name: Bryan Burpee
Title: Authorized Person

APPENDIX A

| MHKG Ref | Filing Date | Serial No. | Model No. | Patent No. | Inventor(s) |
|----------|-------------|------------|-----------|------------|-------------|
| | | | | | |

Exhibit B

ASSIGNMENT OF PATENT RIGHTS

For good and valuable consideration, the receipt of which is hereby acknowledged, Gerald Altman, residing at 2249 Commonwealth Avenue, ("Assignor"), does hereby sell, assign, transfer and convey unto New Grounds LLC, a Nevada limited liability company, having an office at 2215-B Renaissance Drive, Suite 5, Las Vegas, NV 89119 ("Assignee") or its designees, all of Assignor's right, title and interest in and to the patent applications and patents listed below, any patents, registrations, or certificates of invention issuing on any patent applications listed below, the inventions disclosed in any of the foregoing, any and all counterpart United States, international and foreign patents, applications and certificates of invention based upon or covering any portion of the foregoing, and all reissues, re-examinations, divisionals, renewals, extensions, provisionals, continuations and continuations-in-part of any of the foregoing (collectively "*Patent Rights*");

Assignor represents, warrants and covenants that: (i) it is the sole owner, assignee and holder of record title to the Patent Rights identified above, (ii) it has obtained and properly recorded previously executed assignments for all patent applications and patents identified above as necessary to fully perfect its rights and title therein in accordance with governing law and regulations in each respective jurisdiction, and (iii) it has full power and authority to make the present assignment. Assignor shall indemnify and hold harmless Assignee for any breach of the foregoing. Assignor further agrees to and hereby does sell, assign, transfer and convey unto Assignee all rights: (i) in and to causes of action and enforcement rights for the Patent Rights including all rights to pursue damages, injunctive relief and other remedies for past and future infringement of the Patent Rights, and (ii) to apply in any or all countries of the world for patents, certificates of invention or other governmental grants for the Patent Rights, including without limitation under the Paris Convention for the Protection of Industrial Property, the International Patent Cooperation Treaty, or any other convention, treaty, agreement or understanding. Assignor also hereby authorizes the respective patent office or governmental agency in each jurisdiction to issue any and all patents or certificates of invention which may be granted upon any of the Patent Rights in the name of Assignee, as the assignee to the entire interest therein.

Assignor will, at the reasonable request of Assignee and without demanding any further consideration therefor, do all things necessary, proper, or advisable, including without limitation the execution, acknowledgment and recordation of specific assignments, oaths, declarations and other documents on a country-by-country basis, to assist Assignee in obtaining, perfecting, sustaining, and/or enforcing the Patent Rights. Such assistance shall include providing, and obtaining from the respective inventors, prompt production of pertinent facts and documents, giving of testimony, execution of petitions, oaths, powers of attorney, specifications, declarations or other papers and other assistance reasonably necessary for filing patent applications, complying with any duty of disclosure, and conducting prosecution, reexamination, reissue, interference or other priority proceedings, opposition proceedings, cancellation proceedings, public use proceedings, infringement or other court actions and the like with respect to the Patent Rights.

ACTIVE PATENT RIGHTS ASSIGNED *Exhibit B-1*

| PATENT OR APPLICATION | COUNTRY | DATE | TITLE-INVENTOR |
|--------------------------|---------|--------------|--|
| Pat No 6,236,767 | USA | May 22, 2001 | System and Method for Storing and Retrieving Matched Paper Documents and Electronic Images - Gerald Altman |
| Pat No 6,396,964 | USA | May 28, 2002 | Systems, Processes and Products for Network Storage and Retrieval of Physical Paper Documents, Electro-Optically Generated Electronic Documents, and Computer Generated Electronic Documents - Gerald Altman |
| Pat No 6,775,422 | USA | Aug 10, 2004 | Systems, Processes, and Products for Storage and Retrieval of Physical Paper Documents, Electro-Optically Generated Electronic Documents, and Computer Generated Electronic Documents - Gerald Altman |
| Pat No 6,456,747 | USA | Sep 24, 2002 | Systems, Processes and Products for Storage and Retrieval of Physical Paper Documents, Electro-Optically Generated Electronic Documents, and Computer Generated Electronic Documents - Gerald Altman |
| App No 10/667,401 | USA | Sep 23, 2003 | Database Systems and Processes for Storage and Retrieval of Electronic and Related Documents - Gerald Altman |
| App No 10/914,481 | USA | Aug 09, 2004 | Systems, Processes and Products for Storage and Retrieval of Electronic Files - Gerald Altman |

INACTIVE PATENT RIGHTS ASSIGNED *Exhibit B-2*

| PATENT OR APPLICATION | COUNTRY | DATE | TITLE-INVENTOR |
|-------------------------------|----------------|--------------------|---|
| Provisional App No 60/020,902 | USA | Filed Jun 27, 1996 | Matching electronic and paper documents in an integrated storage and retrieval system - Gerald Altman |
| PCT App No PCT/US00/25451 | WIPO | Filed Sep 17, 2000 | Combined storage and retrieval of paper documents, scanned documents, and electronic - Gerald Altman |
| PCT App No PCT/US01/16191 | WIPO | Filed May 19, 2001 | Storage-retrieval of paper and electronic documents - Gerald Altman |
| App No 10/244,939 | USA | Filed Sep 16, 2002 | Database systems and processes for storage and retrieval of physical paper documents, electro-optically generated electronic documents, and computer generated electronic documents - Gerald Altman |
| App No 10/252,889 | USA | Filed Sep 23 2002 | Database Systems and processes for Storage and Retrieval of Physical Documents and Electronic Documents- Gerald Altman |
| App No 10/252,935 | USA | Filed Sep 22 2002 | Database system for imaging and storing paper documents in particular order, and having specialized pockets for safeguarding the particular order - Gerald Altman |
| App No 10/913,236 | USA | Filed Aug 06, 2004 | Systems, Processes and Products for Storage and Retrieval of Electronic Files - Gerald Altman |
| App No 10/914,231 | USA | Filed Aug 10, 2004 | Systems, Processes and Products for Storage and Retrieval of Electronic Files - Gerald Altman |

IN WITNESS WHEREOF, this Assignment of Patent Rights is executed at
Newton, Massachusetts, on November 16, 2005.

ASSIGNOR

By: Gerald Altman Date 11/16/2005
Gerald Altman

Newton, Massachusetts)

County of Middlesex) ss

Before me personally appeared Gerald Altman, to me known to be the
person aforesaid, who signed the foregoing document in my presence and made
oath thereto.

Notary Public

Deborah G. Clark
My commission expires: 3-24-08